

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**DPH HOLDINGS CORP., et al.,**

***f/k/a DELPHI CORP., et al.,***

**Reorganized Debtors.**

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**Chapter 11**

**Case No.: 05-44481 (RDD)**

**(Jointly Administered)**

**ORDER GRANTING MOTION OF IUE-CWA FOR AN ORDER MODIFYING  
IUE-CWA 1113/1114 SETTLEMENT APPROVAL ORDER, AND RELATED RELIEF**

Upon the motion, dated April 16, 2018 [Dkt. No. 22311] (“the Motion”), of the IUE-CWA, Industrial Division of the Communications Workers of America, AFL-CIO, CLC (“IUE-CWA”) seeking entry of an order, pursuant to 11 U.S.C. §§ 105(a) and 363(b), amending the Court’s Order under 11 U.S.C. §§ 363, 1113 and 1114 and Fed. R. Bankr. P. 6004 and 9019 Approving Memorandum of Understanding among IUE-CWA, Delphi, and General Motors Corporation Including Modification of IUE-CWA Collective Bargaining Agreements and Retiree Welfare Benefits for Certain IUE-CWA-Represented Retirees, entered on August 16, 2007 [Dkt No. 9106] (the “IUE-CWA 1113/1114 SETTLEMENT APPROVAL ORDER”); and the Court deeming the Motion also to seek an order under 11 U.S.C. § 350(b) expanding the purpose for which this case was previously reopened by the Court’s Order dated August 29, 2017 [Dkt. No. 22304] to include the Court’s determination of the underlying relief sought in the Motion; and, after due and sufficient notice of the Motion and the hearing thereon, there being no objections to the requested relief; and the successors to the parties to the Memorandum of Understanding approved by the IUE-CWA 1113/1114 SETTLEMENT APPROVAL ORDER having consented to the relief granted herein; and no additional notice or hearing being required; and upon the record of the hearing held by the Court on the Motion on May 31, 2018, at which

only counsel for the IUE-CWA appeared; and, after due deliberation, the Court having determined for the reasons stated in the Motion and by the Court at the hearing that the Motion is timely under Fed. R. Bankr. P. 9024 and that the IUE-CWA has established sufficient cause for modification of the IWE-CWA 1113/1114 SETTLEMENT APPROVAL ORDER as provided herein under Fed. R. Bankr. P. 9024, incorporating Fed. R. Civ. P. 60(b); now, therefore, it is hereby

ORDERED that the Motion be deemed to seek an order expanding expand the purpose for which this case was reopened pursuant to 11 U.S.C. § 350(b) by this Court's Order dated August 29, 2017 [Dkt. No. 22304] to also include the determination of the IUE-CWA's request for the underlying relief sought by the Motion; and it is further

ORDERED, the Motion is granted; and it is further

ORDERED, that pursuant to Fed. R. Bankr. P 9024, incorporating Fed. R. Civ. P. 60(b)(6), paragraph 8 of the IUE-CWA 1113/1114 SETTLEMENT APPROVAL ORDER is hereby amended in its entirety to state:

Subject to Section H.2.e of the IUE-CWA Settlement Agreement, the IUE-CWA shall receive an allowed general unsecured prepetition claim against Delphi in the amount of \$126 million in complete settlement of all asserted and unasserted IUE-CWA claims, including, but not limited to, IUE-CWA/Delphi Joint Activities Center (the "JAC"), asserted and unasserted claims (the "Allowed Claim"). Since the proceeds that were realized by the IUE-CWA from the Allowed Claim in 2017 amounted to \$6,278,888.72, plus any interest earned thereon, such amount shall be apportioned and paid substantially as follows:

- A. \$250,000 to be used by IUE-CWA for training and skills enhancement for active Delphi employees.
- B. \$1,260,000 in health care reimbursement for 105 Delphi employees from the two surviving IUE CWA Delphi local unions (9 from Local 718 and 96 from Local 717) who as of the critical date of January 1, 2010 were eligible for the GM benefits guarantee but were not within 7 years of qualifying for a retirement.

- C. \$3,762,000 in health care reimbursement accounts for Delphi retirees who participated in the pre-65 health program but were limited by age to two years or less of participation.
- D. \$500,000 to the JAC to support its operations.
- E. \$360,000 for administrative VEBA costs to administer the health care reimbursement programs.
- F. \$150,000 reimbursement to Kennedy Jennik & Murray for legal work to litigate and establish the IUE-CWA unsecured Delphi claim;

and it is further

ORDERED, that this Court shall retain jurisdiction of all matters and disputes arising in connection with or related to the interpretation or implementation of this Order.

Dated: June 4, 2018  
White Plains, New York

/s/Robert D. Drain

Honorable Robert D. Drain  
United States Bankruptcy Judge